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DATE FILED: 12/30/09

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

KATHERINE HANZALIK,

Plaintiff,

Civil Action No. 09-CV-4519 / (AS)

**SUBSTITUTION OF  
COUNSEL**

- against -

INTEGRATED CORPORATE RELATIONS  
and ICR, LLC,

Defendants.

IT IS HEREBY STIPULATED AND CONSENTED, that, Gordon & Rees, LLP, with offices at 90 Broad Street, Twenty-Third Floor, New York, New York 10004, be and hereby is substituted in place and stead of Gibbons, P.C. with offices at One Pennsylvania Plaza, Thirty-Seventh Floor, New York, New York 10119, as attorneys for Defendants Integrated Corporate Relations and ICR, LLC, in the above-entitled action, and that substitution be entered into effect immediately without further notice.

Dated: December 10, 2009

GORDON & REES, LLP

GIBBONS, P.C.

BY: Brooke Schneider  
Mercedes Colwin  
Brooke Schneider  
Incoming Attorneys for Defendants  
INTEGRATED CORPORATE RELATIONS  
and ICR, LLC  
90 Broad Street, 23<sup>rd</sup> Floor  
New York, New York 10004  
(212) 269-5500

BY: Loren Gesinsky  
Loren Gesinsky  
Outgoing Attorneys for Defendants  
INTEGRATED CORPORATE RELATIONS  
and ICR, LLC  
One Pennsylvania Plaza, 37<sup>th</sup> Floor  
New York, New York 10119  
(212) 613-2000

SO ORDERED:

Barbara J. [Signature]  
U.S.D.J.

12/30/09

Defendants

Integrated Corporate Relations and ICR, LLC

By: \_\_\_\_\_

Title: \_\_\_\_\_

John C. Sorensen, CFO

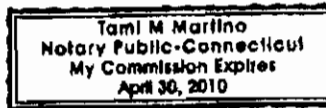
STATE OF CONNECTICUT )

) ss.: Westport

COUNTY OF FAIRFIELD )

On the 21<sup>st</sup> day of December, 2009, before me personally came John Sorensen, to me known and known to me to be the individual described in and who executed the foregoing document, and duly acknowledged to me that he executed the same.

Tami M. Marino  
Notary Public



UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

-----X  
KATHERINE HANZALIK,

Plaintiff,

Civil Action No. 09-CV-4519

**DECLARATION OF  
BROOKE A. SCHNEIDER**

– against –

INTEGRATED CORPORATE RELATIONS  
and ICR, LLC,

Defendants.  
-----X

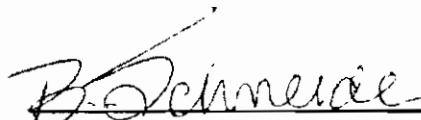
Brooke A. Schneider, an attorney duly admitted to practice law in the State of New York, hereby affirms the following under the penalty of perjury:

1. I am an attorney with the law firm of Gordon & Rees, L.L.P., proposed new counsel for Defendants Integrated Corporate Relations and ICR, LLC ("Defendants") in the above matter. As such, I am fully familiar with the facts set forth herein.

2. I respectfully submit this Declaration and accompanying Stipulation pursuant to Local Civil Rule 1.4 of the United States District Court for the Southern District of New York seeking permission from the Court to substitute Gordon & Rees, LLP as counsel of record for Defendants in place of Gibbons, P.C.

3. Defendants respectfully ask this Court to grant their request as there is no prejudice to Plaintiff and they have a right to counsel of their choosing. This matter is still in the early stages of litigation. Although Defendants have filed an Answer, Discovery has not yet begun, no Court Conferences have yet been held, and this case has only recently been assigned to Your Honor. Therefore, there will be no impact on the time frame of this case.

Dated: New York, New York  
December 23, 2009

  
Brooke A. Schneider (BS 2379)